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Document Number Only

C T CORPORATION SYSTEM
Requestor's Name
1311 Executive Center Drive, ste. 200
Address
Tallahassee, Fla. 32301 (904) 656-0290
City State Zip Phone

CORPORATION(S) NAME

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Westgate Apartments GP, L.C.

☒ Profit Limited Liability Company
☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☒ Certified Copy

☐ Photo Copies

☐ Fictitious Name

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NANCY HENDRICKS APR 11 1995
File 1 st

CR2E031 (1-89)

**ARTICLES OF ORGANIZATION
OF
WESTGATE APARTMENTS GP, L.C.
(a limited liability company)**

FILED
95 APR 11 11 3 44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a limited liability company under the Florida Limited Liability Company Act (the "Act"), hereby adopt the following:

Article I. Name

The name of the limited liability company shall be Westgate Apartments GP, L.C. (the "Company").

Article II. Duration

The Company shall exist for fifty (50) years from the date on which these Articles are filed with the Florida Department of State, Division of Corporations, unless sooner terminated by operation of law or in accordance with the Operating Regulations of the Company (the "Regulations").

Article III. Purpose

The purpose of the Company is to purchase, acquire, buy, sell, own, trade in, hold, develop, lease, manage, subdivide, and otherwise deal in and with real property and improvements thereon located in Florida, or any other state, or jurisdiction and for any lawful purpose; and to purchase, acquire, buy, sell, own, trade in, hold, develop, lease, manage, subdivide, and otherwise deal in and with other entities involved in and with real property and improvements thereon.

Article IV. Principal Office.

The location of the principal office of the Company shall be:

931 Village Boulevard
Suite 905 - 164
West Palm Beach, Florida 33404

Article V. Registered Agent

The name and address of the registered agent of the Company shall be:

CT Corporation System
1200 South Pine Island Road
Plantation, Florida 33324

Article VI. Limitation of Agency and Authority

No member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall the authority to act for the Company solely by virtue of being a member.

Article VII. Management

The management of the Company shall be conducted by, and shall be reserved to, its members in accordance with the Regulations. The name and address of the initial Managing Member of the Company is:

Ansoll Jefferies
931 Village Boulevard
Suite 905 - 164
West Palm Beach, Florida 33404

Article VIII. Admission of Additional Members

The right to admit additional members and the terms and conditions of any such admissions, to the extent not expressly required by and provided for in the Act, shall be set forth in and governed by the Regulations.

Article IX. Members Right to Continue Business

The right of Members to continue the business upon the death, retirement, resignation, expulsions, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a Member, to the extent not expressly required by and provided for in the Act, shall be set forth in and governed by the Regulations.

Article X. Operating Regulations and Authority

The manner in which the Company conducts its business and affairs, the duties and authority of its Manager(s), and the rights and obligations of its Members, to the extent not expressly required by and provided for in the Act, shall be set forth in and governed by the Regulations. The Regulations may from time to time be amended in accordance with its provisions.

- 3 -

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of April 6, 1995.



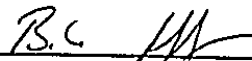
Bradley C. Jefferies

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
OF
WESTGATE APARTMENTS GP, L.C.
(a limited liability company)**

The undersigned member of Westgate Apartments GP, L.C. (the "Company")
deposes and says:

1. The Company has at least two members.
2. The total amount of cash contributed to the Company by the members is Five Hundred Dollars (\$500).
3. No property other than cash has been contributed by the members to the Company.
4. The total amount of cash or property anticipated to be contributed by the members to the Company is Five Hundred Dollars (\$500). This total includes items 2 and 3 above.

IN WITNESS WHEREOF, the undersigned has executed this Affidavit as of
April 6, 1995.



Bradley C. Jofferies

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: WESTGATE
APARTMENTS GP, L.C.

2. The name and address of the registered agent and office is:

CI CORPORATION SYSTEM

(Name)

1200 South Pine Island Road

(P.O. Box ~~not~~ acceptable)

Plantation, FL 33324

(City/State/Zip)

FILED
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TALLAHASSEE

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Connie Bryan
(Signature)
CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

4/11/95
(Date)

FILING FEE: \$ 35 for Designation of Registered Agent